

Lagos, 26th May, 2026

OUTCOME OF THE 10TH ANNUAL GENERAL MEETING OF VFD GROUP PLC

This is to notify Nigerian Exchange Limited (“The Exchange”) and the Investing Public that at the 10th Annual General Meeting of VFD GROUP PLC [“the Company”] held physically at Radisson Blu Anchorage Hotel, 1a Ozumba Mbadiwe Avenue, Victoria Island, Lagos Island, the following were proposed and passed as Resolutions of the Company:

IT WAS RESOLVED AND APPROVED;

1. LAYING OF THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2025

That the Audited Financial Statements for the year ended December 31, 2025, together with the Report of Directors and Auditors thereon submitted to this Meeting be and are hereby received, adopted, and approved.

2. DECLARATION OF DIVIDEND

That a dividend of 25 kobo (twenty-five kobo) per share is declared for the year ended December 31, 2025.

3. RE-ELECTION OF RETIRING DIRECTOR

That Ms. Omolola Bolusire, retiring by rotation, being eligible and having presented herself for re-election, be and is hereby re-elected as a Director of the Company.

4. RE-APPOINTMENT OF EXTERNAL AUDITOR

That PricewaterhouseCoopers (PwC) be and is hereby re-appointed as the Auditors of the Company, in accordance with Section 401 of the Companies & Allied Matters Act, 2020.

5. REMUNERATION OF AUDITORS

That the Directors be and are hereby authorized to fix the Auditors’ remuneration for the year ending December 31, 2026.

6. ELECTION OF THE STATUTORY AUDIT COMMITTEE MEMBERS

Following the outcome of the election, the following members were re-elected as members of the Statutory Audit Committee:

- a. Alhaji Kabiru Tambari - Shareholder Representative.
- b. Mr. Chijioke Ugorji - Shareholder Representative.
- c. Ms. Ifeoma Thecla Okonkwo – Shareholder Representative.
- d. Mr. Kelvin Orogun – Board Representative, and
- e. Mr. Adeniyi Adenubi – Board Representative.

7. DISCLOSURE OF REMUNERATION OF MANAGERS

In accordance with section 238 of the Companies Allied Matters Act, 2020, the remuneration of Managers is disclosed on page 174 of the Annual Report.

8. REMUNERATION OF NON-EXECUTIVE DIRECTORS

That the remuneration of the Non-Executive Directors be and is hereby fixed at N127,880,000 (One Hundred and Twenty-seven Million, Eight Hundred and Eighty Thousand Naira Only) for the year ending December 31, 2026. Such payments to be effective from January 1, 2026.

For: VFD Group Plc



Gbeminiyi Shoda
Company Secretary